

EXHIBIT 4

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:) Chapter 11
W. R. GRACE & CO., et al.,¹)
Reorganized Debtors.) Case No. 01-01139 (KJC)
) (Jointly Administered)
)
)

**SUMMARY APPLICATION OF VENABLE LLP FOR COMPENSATION FOR
SERVICES AND REIMBURSEMENT OF EXPENSES AS BANKRUPTCY
COUNSEL TO W. R. GRACE & CO., ET AL., FOR THE MONTHLY INTERIM
PERIOD FROM JANUARY 1, 2014 THROUGH JANUARY 31, 2014**

Name of Applicant:	<u>Venable LLP ("Venable")</u>
Authorized to Provide Professional Services to:	<u>W. R. Grace & Co., et al., Debtors and Debtors-in-Possession</u>
Date of Retention:	<u>Retention Order entered June 24, 2009, effective as of May 22, 2009</u>
Period for which compensation and reimbursement is sought:	<u>January 1, 2014 through January 31, 2014</u>
Amount of Compensation sought as actual, reasonable and necessary:	<u>\$12,159.73</u>
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	<u>\$128.87</u>

This is a x monthly interim final application.

This is Venable's monthly application for interim compensation of services for the interim fee period January 1, 2014 through January 31, 2014 (the "Fee Period"). The following applications were filed in the Chapter 11 cases:

¹ The Reorganized Debtors comprise the following 17 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co. Conn., Dexex Puerto Rico, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Gloucester New Communities Company, Inc., Grace Chemical Company of Cuba, Grace Energy Corporation, Grace Europe, Inc., Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace PAR Corporation, W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Guanica Caribe Land Development Corporation, Hanover Square Corporation, Kootenai Development Company, Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), and Water Street Corporation.

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
November 5, 2009	11/1/2008-6/30/2009	\$709,294.00	\$6,405.06	\$706,595.00	\$6,405.06
November 5, 2009	7/1/2009-7/31/2009	\$50,849.50	\$75,008.99	Interim approval ²	Interim approval
November 24, 2009	8/1/2009-8/31/2009	\$134,090.00	\$102,335.48	Interim approval	Interim approval
November 24, 2009	9/1/2009-9/30/2009	\$306,602.00	\$118,095.92	Interim approval	Interim approval
November 24, 2009	July-September 2009	\$491,541.50	\$295,440.39	\$491,292.50	\$295,440.39
February 26, 2010	10/1/2009-10/31/2009	\$479,238.00	\$266,326.39	Interim approval ³	Interim approval
April 16, 2010	11/1/2009-11/30/2009	\$398,519.00	\$163,488.22	Interim approval	Interim approval
April 30, 2010	12/1/2009-12/31/2009	\$305,242.96	\$108,454.93	Interim approval	Interim approval
May 3, 2010	October-December 2009	\$1,182,999.96	\$538,269.54	\$1,179,018.46	\$538,269.54
May 19, 2010	1/1/2010-1/31/2010	\$271,084.25	\$97,840.12	Interim approval ⁴	Interim approval
May 19, 2010	2/1/2010-2/28/2010	\$157,136.50	\$17,784.35	Interim approval	Interim approval
May 19, 2010	3/1/2010-3/31/2010	\$7,968.00	\$640.70	Interim approval	Interim approval
May 19, 2010	January-March 2010	\$436,188.75	\$116,265.17	\$436,188.75	\$116,265.17
August 18, 2011	4/1/2010-4/30/2010	\$2,500.00	\$162.02	Interim approval	Interim approval ⁵
August 18, 2011	5/1/2010-5/31/2010	\$9,000.00	\$3.50	Interim approval	Interim approval
August 18, 2011	April-June 2010	\$11,500.00	\$165.52	\$11,500.00	\$165.52
May 2, 2014	July 2010-Sepember 2013	\$209,779.50	\$5,434.06	Application pending	Application pending

² The fees and expenses requested in the July through September 2009 interim monthly applications were approved on an interim basis pursuant to the Order entered by this Court on March 19, 2010.

³ The fees and expenses requested in the October through December 2009 interim monthly applications were approved on an interim basis pursuant to the Order entered by this Court on June 7, 2010.

⁴ The fees and expenses requested in the January through March 2010 interim monthly applications were approved on an interim basis pursuant to the Order entered by this Court on September 13, 2010.

⁵ The fees and expenses requested in the April and May 2011 interim monthly application were approved on an interim basis pursuant to the order entered by this Court on September 20, 2011.

The Venable attorneys who rendered professional services in these cases during the Fee Period are:

Name of Professional Person	Position with the Applicant and Year Admitted	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Laura S. Bouyea	Counsel	2003	Business	\$535.00	2.3
Darek S. Bushnaq	Partner	1997	Business	\$590.00	1.0
Dana M. Fidazzo	Partner	2002	Business	\$710.00	9.4
Heather L. Mitchell	Associate	2002	Litigation	\$535.00	.4
Thomas D. Washburne	Partner	1981	Business	\$725.00	1.2
John A. Wilhelm	Partner	1987	Business	\$595.00	2.1
Alan D. Yarbro	Partner	1966	Business	\$795.00	.8
Total for all attorneys					\$11,464.00
(Less write-off)					(\$994.27)
Total					\$10,469.73

Grand Total for Fees (before write-off)	\$11,464.00
Grand Total for Fees (after write-off)	\$10,469.73
Blended Rate (after write-off)	\$608.71

The Venable paralegal who rendered professional services in these cases during the Fee Period are:

Name of Professional Person	Position with the Applicant and Year Admitted	Department	Hourly Billing Rate	Total Billed Hours	Total Compensation
Dorothy M. Dierdorff	Paralegal	1998	Business	\$260.00	6.5
Total for all paralegals					\$1,690.00

Grand Total for Fees	\$1,690.00
Blended Rate	\$260.00

Compensation by Matter

Matter Description	Total Billed Hours	Total Fees Requested
Advice Concerning Fee Application Matters	9.8	\$3,510.50
Advice Concerning Labor and Employment Matters	2.5	\$1,463.50
Advice Concerning Corporate and Securities Matters	1.2	\$870.00
Advice Concerning Local Maryland Opinion	10.2	\$7,310.00
	Total	\$13,154.00
	(Less write-off)	(\$994.27)
	Total	\$12,159.73

Expense Summary

Service Description	Amount
Commercial Messenger	\$105.27
Computer Research Services	\$23.60
Total of Expenses	\$128.87

WHEREFORE, Venable respectfully requests (a) that the fees and expenses herein be authorized and approved as administrative expenses of the Debtors' estates as requested in the Interim and Final Verified Application of Venable LLP for Compensation for Services and Reimbursement of Expenses as Special Counsel to W. R. Grace & Co., et al., for the Fifty-First through Fifty-Second Quarters from October 1, 2013 through February 3, 2014, and Final Verified Application of Venable LLP for Compensation for Services and Reimbursement of Expenses as Special Counsel to W. R. Grace & Co., et al. for the Period from November 1, 2008 through September 30, 2013, filed simultaneously herewith; and (b) that this Court grant such other relief as is equitable and just.

Wilmington, Delaware
Dated: May 5, 2014

Respectfully submitted,
VENABLE LLP

/s/ Darek S. Bushnaq
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Baltimore, Maryland 21202
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Special Counsel for the Debtors and Debtors in
Possession

Monthly Statement of Venable LLP Fee
Detail January 1, 2014 through January 31, 2014

Advice Concerning Fee Application Matters

TKPR BUSHNAQ, DAREK S.	DATE 1/2/2014	HRS 0.2	RATE 590.00	AMT 118.00	NARRATIVE TELEPHONE CALL WITH L. BOUYEA RE: PREPARATION OF REVISIONS TO FEE APPLICATIONS
DIERDORFF, DOROTHY M.	1/7/2014	0.8	260.00	208.00	WORK ON FEE STATEMENTS AND WORKCODE REPORTS; CONFERENCE WITH LSB RE SAME
BUSHNAQ, DAREK S.	1/7/2014	0.2	590.00	118.00	CONFERENCE WITH L. BOUYEA RE: FEE APPLICATION PREPARATION
BOUYEA, LAURA S.	1/7/2014	0.2	535.00	107.00	CORRESPOND WITH D. DIERDORFF AND D. BUSHNAQ RE: FEE APPLICATIONS
DIERDORFF, DOROTHY M.	1/8/2014	2.0	260.00	520.00	WORK ON FEE STATEMENTS AND WORKCODE REPORTS
BUSHNAQ, DAREK S.	1/8/2014	0.1	590.00	59.00	CONFERENCE WITH L. BOUYEA RE: REVISIONS TO FEE APPLICATION
BUSHNAQ, DAREK S.	1/9/2014	0.1	590.00	59.00	CONFERENCE WITH L. BOUYEA RE: PREPARATION OF FEE APPLICATION
DIERDORFF, DOROTHY M.	1/9/2014	2.7	260.00	702.00	WORK ON FEE STATEMENTS AND WORKCODE REPORTS
BOUYEA, LAURA S.	1/9/2014	0.2	535.00	107.00	REVIEW AND REVISE FEE PETITIONS
DIERDORFF, DOROTHY M.	1/10/2014	0.8	260.00	208.00	WORK ON FEE APPLICATIONS AND WORKCODE REPORTS
BOUYEA, LAURA S.	1/10/2014	0.2	535.00	107.00	ADDRESS DRAFTING OF FEE APPLICATIONS
DIERDORFF, DOROTHY M.	1/13/2014	0.2	260.00	52.00	WORK ON FEE APPLICATIONS
BUSHNAQ, DAREK S.	1/29/2014	0.2	590.00	118.00	TELEPHONE CALL WITH L. BOUYEA RE: PREPARATION OF FEE APPLICATIONS
BUSHNAQ, DAREK S.	1/30/2014	0.2	590.00	118.00	REVIEW DOCUMENTS RE: FEE APPLICATION PREPARATION
BOUYEA, LAURA S.	1/30/2014	1.5	535.00	802.50	DRAFT FEE APPLICATIONS
BOUYEA, LAURA S.	1/31/2014	0.2	535.00	107.00	REVISE FEE APPLICATION
				3,510.50	

Advice Concerning Securities Matters

TKPR WASHBURN, THOMAS D.	DATE 1/28/2014	HRS 0.3	RATE 725.00	AMT 217.50	NARRATIVE TELEPHONE CALL WITH J. WILHELM RE: RESTRICTED STOCK AGREEMENT
WASHBURN, THOMAS D.	1/29/2014	0.9	725.00	652.50	TELEPHONE CALL WITH M. CONRON; TELEPHONE CALL WITH C. COLEMAN; REVIEW LEGEND AND STOCK POWER ISSUES
				870.00	

Advice Concerning Labor and Employment Matters

TKPR MITCHELL, HEATHER L.	DATE 1/13/2014	HRS 0.4	RATE 200.00	AMT 80.00	NARRATIVE REVIEW IME; ANALYZE CLAIM
WILHELM, JOHN A.	1/7/2014	2.1	595.00	1,249.50	COMMENTS TO J. FORGACH REGARDING RESTRICTED STOCK GRANT
				1,329.50	

Advice in Connection with Local Maryland Opinion

TKPR FIDAZZO, DANA M.	DATE 1/24/2014	HRS 5.1	RATE 621.58	AMT 3,170.08	NARRATIVE REVIEW AND REVISE DEED OF TRUST; REVIEW CREDIT AGREEMENT; DRAFT OPINION
FIDAZZO, DANA M.	1/28/2014	1.4	621.59	870.22	TELECONFERENCE WITH D. LEIBOWITZ; TELECONFERENCES WITH LENDER'S COUNSEL; PREPARE ALLOCATION AFFIDAVIT; REVIEW REVISED DOT
YARBRO, ALAN D.	1/29/2014	0.8	758.54	606.83	OPINION ON LOAN.
FIDAZZO, DANA M.	1/29/2014	1.6	621.59	994.54	TELECONFERENCES WITH LENDER'S COUNSEL; REVIEW AND REVISE OPINION
FIDAZZO, DANA M.	1/30/2014	1.0	621.58	621.58	TELECONFERENCES WITH LENDER'S COUNSEL; REVIEW BANKRUPTCY EXEMPTION MATERIALS AND DRAFT LEGEND; REVISE AND DISTRIBUTE OPINION

FIDAZZO, DANA M.	1/31/2014	0.3	621.60	186.48 TELECONFERENCES WITH LENDER'S COUNSEL; REVISE AND DELIVER OPINION
				6,449.73
				12,159.73

* In the interest of billing judgment, \$994.27 was written off for the period Janaury 1, 2014 through January 31, 2014. These fees reflect these reductions. Therefore, the fees cannot be replicated by multiplying the hours billed by the billing rate.

Monthly Statement of Venable LLP Expense Detail
January 1, 2014 through January 31, 2014

1/8/2014 COMPUTER RESEARCH SERVICES	23.60 COMPUTER RESEARCH SERVICES FROM 10/1-12/31/13 23.60
1/8/2014 COMMERCIAL MESSENGER / DELIVERY SERVICES	55.00 PACER-L.BOYEA 10/1/13-12/31/13
1/29/2014 COMMERCIAL MESSENGER / DELIVERY SERVICES	13.21 UPS/MADISON TITLE AGENCY, LLC 1125 OCEAN AVENUE LAKWOOD NJ 08701
1/31/2014 COMMERCIAL MESSENGER / DELIVERY SERVICES	18.53 UPS - LATHAM & WATKINS LLP, 233 SOUTH WACKER DRIVESUITE 5800, CHICAGO, IL 60606
1/31/2014 COMMERCIAL MESSENGER / DELIVERY SERVICES	18.53 UPS - LATHAM & WATKINS LLP, 233 SOUTH WACKER DRIVESUITE 5800, CHICAGO, IL 60606 105.27
	128.87